

1 THOMAS A. WILLOUGHBY, State Bar No. 137597  
JENNIFER E. NIEMANN, State Bar No. 142151  
2 FELDERSTEIN FITZGERALD  
WILLOUGHBY & PASCUZZI LLP  
3 400 Capitol Mall, Suite 1750  
Sacramento, CA 95814  
4 Telephone: (916) 329-7400  
Facsimile: (916) 329-7435  
5 twilloughby@ffwplaw.com  
jniemann@ffwplaw.com

6 Attorneys for Archer Norris, a Professional Law  
7 Corporation, Debtor-in-Possession

8 UNITED STATES BANKRUPTCY COURT  
9 NORTHERN DISTRICT OF CALIFORNIA  
10 SAN FRANCISCO DIVISION

11 In re:  
12 ARCHER NORRIS, a Professional  
Law Corporation,  
13 Debtor-in-Possession.

CASE NO.: 18-30924-HLB  
Chapter 11

**DEBTOR'S STATUS REPORT  
RE COURT'S FEBRUARY 14, 2019  
CALENDAR**

14 Date: February 14, 2019  
15 Time: 10:00 a.m.  
16 Place: 450 Golden Gate Avenue  
Courtroom 19  
San Francisco, CA 94102  
17 Judge: Honorable Hannah L. Blumenstiel

18 Archer Norris, a Professional Law Corporation, the Debtor and Debtor in Possession  
19 herein (the "Debtor") respectfully submits the following status report for confirmation hearing  
20 set on the February 14, 2019 calendar (the "February 14 Calendar") in this case ("Case").

21 **INTRODUCTION**

22 The only matter on the Court's February 14 Calendar in the Case is the confirmation of  
23 the Joint Plan of Liquidation Proposed by the Debtor and the Official Committee of Unsecured  
24 Creditors (Dated: February 12, 2019) ("February 12 Plan of Liquidation"), filed concurrently  
25 herewith, which attaches as Exhibit B a blackline of the February 12 Plan of Liquidation  
26 displaying the changes from the Joint Plan of Liquidation Proposed by the Debtor and the  
27 Official Committee of Unsecured Creditors (Dated: December 21, 2018).

28 ///

1  
2  
3  
4  
5  
6  
7  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25  
26  
27  
28

## OPPOSITION

The only opposition to confirmation was filed by Macy's Inc. (Dkt. No. 241). That opposition has not been resolved and is expected to go forward at the confirmation hearing. The Debtor does not anticipate lengthy argument and will largely rely on the points addressed in the Memorandum of Points and Authorities in Support of Confirmation of the February 12 Plan of Liquidation filed on February 7, 2019 (Dkt. No. 247) (along with evidence and other filings filed concurrently therewith, the "Confirmation Brief").

The issue among the Debtor, the Committee and Columbia Casualty Company and its affiliates regarding the *res judicata* language in new section 6.2 of the plan that was still unresolved at the time the Confirmation Brief was filed has been resolved. That resolution is incorporated into the blacklined changes in Exhibit B to the February 12 Plan of Liquidation filed herewith.

At this moment, the Debtor does not foresee any other issues arising at the hearing that were not addressed in the Confirmation Brief.

## PROPOSED CONFIRMATION ORDER

Attached as Exhibit 1 to this status report is a proposed order confirming the February 12 Plan of Liquidation. The proposed order has not been circulated to other parties.

Dated: February 12, 2019

FELDERSTEIN FITZGERALD  
WILLOUGHBY & PASCUZZI LLP

By: /s/ Thomas A. Willoughby  
THOMAS A. WILLOUGHBY  
Attorneys for Archer Norris,  
a Professional Law Corporation,  
Debtor-in-Possession

# EXHIBIT 1

1 THOMAS A. WILLOUGHBY,  
State Bar No. 137597  
2 JENNIFER E. NIEMANN,  
State Bar No. 142151  
3 FELDERSTEIN FITZGERALD  
WILLOUGHBY & PASCUZZI LLP  
4 400 Capitol Mall, Suite 1750  
Sacramento, CA 95814  
5 Telephone: (916) 329-7400  
Facsimile: (916) 329-7435  
6 Email: twilloughby@ffwplaw.com  
Email: jniemann@ffwplaw.com

7 Attorneys for Archer Norris, a  
8 Professional Law Corporation, Debtor-in-  
Possession

9 UNITED STATES BANKRUPTCY COURT  
10 NORTHERN DISTRICT OF CALIFORNIA  
11 SAN FRANCISCO DIVISION  
12

13 In re:

14 ARCHER NORRIS, a Professional  
Law Corporation,

15 Debtor-In-  
16 Possession.

CASE NO. 18-30924-HLB

Chapter 11

Date: February 14, 2019  
Time: 10:00 a.m.  
Place: 450 Golden Gate Avenue  
Courtroom 19  
San Francisco, CA 94102  
Judge: Honorable Hannah L. Blumenstiel

18  
19 **ORDER CONFIRMING JOINT PLAN OF LIQUIDATION PROPOSED BY THE**  
20 **DEBTOR AND THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS**  
**(DATED: FEBRUARY 12, 2019)**

21 A hearing was held on February 14, 2019 (the "Confirmation Hearing"), for the Court to  
22 consider confirmation of the Joint Plan of Liquidation Proposed by the Debtor and the Official  
23 Committee of Unsecured Creditors (Dated: February 12, 2019) (Dkt. No. \_\_\_\_ ) ("Plan") jointly  
24 proposed by Archer Norris, a Professional Law Corporation ("Archer Norris" or the "Debtor")  
25 and the Official Committee of Unsecured Creditors (the "Committee") in the above-referenced  
26 case.<sup>1</sup> Appearances at the Confirmation Hearing were noted on the record. Findings of fact and

27  
28 <sup>1</sup> All terms which are not defined in this Order shall have the definitions assigned to such terms  
in the Plan.

1 conclusions of law were stated on the record.

2 The Court having considered the Plan, the voting on the Plan and all other evidence  
3 submitted in support of confirmation of the Plan, including the declaration filed on February 1,  
4 2019, as Docket Number 240, the memorandum of points and authorities in support of  
5 confirmation filed on February 7, 2019, as Docket Number 247, the declarations filed on  
6 February 7, 2019, as Docket Numbers 247-1 and 247-2, the complete record in this case, and the  
7 statements, arguments and representations of the parties made at the Confirmation Hearing;  
8 having concluded that all of the requirements of Section 1129 of the Bankruptcy Code necessary  
9 for confirmation of the Plan have been satisfied; and having determined that proper notice of the  
10 Plan and the Confirmation Hearing was given, no objections to confirmation of the Plan were  
11 filed, and after due deliberation and good and sufficient cause appearing therefor,

12 IT IS HEREBY ORDERED:

13 1. The opposition to confirmation of the Plan filed by Macy's, Inc. is overruled for  
14 the reasons stated on the record.

15 2. The Plan, and each of its provisions, is confirmed in its entirety according to its  
16 terms and conditions.

17 3. On the Effective Date, the terms of the Plan shall bind the Debtor, the Liquidating  
18 Manager, the Committee, the Post-Confirmation Committee, all Creditors and the Debtor's  
19 Shareholders, whether or not such Creditors or the Debtor's Shareholders have filed proofs of  
20 Claim or Interest in the Chapter 11 Case, whether or not the Claims of such Creditors or the  
21 Interests of the Debtor's Shareholders are impaired under the Plan, and whether or not such  
22 Creditors or the Debtor's Shareholders have accepted or rejected the Plan.

23 4. The Debtor and the Committee are authorized and empowered to take all actions  
24 necessary or appropriate to consummate the transactions contemplated by the Plan, to implement  
25 the Plan and to consummate the Plan.

26 5. On the Effective Date, Kyle Everett shall serve as the Plan Administrator without  
27 further order of the Bankruptcy Court and shall have the rights, powers and privileges expressly  
28 provided in the Plan.

1           6.       From the Effective Date until all Retained Assets are fully administered, and  
2 except as otherwise provided by the Plan, all entities who have held, hold or may hold Claims  
3 against or Interests in the Debtor or the Estate that arose prior to the Effective Date are enjoined  
4 from taking legal action against the Liquidating Debtor for the purpose of directly or indirectly  
5 collecting, recovering, or receiving payment or recovery with respect to any Claim or demand  
6 against the Debtor or the Estate.

7           7.       In accordance with Section 11.4 of the Plan, under Section 1146(a) of the  
8 Bankruptcy Code, any transfers of property pursuant hereto shall not be subject to any document  
9 recording tax, stamp tax, conveyance fee, intangibles or similar tax, mortgage tax, stamp act, real  
10 estate transfer tax, sales or use tax, mortgage recording tax, or other similar tax or governmental  
11 assessment, and upon entry of the Confirmation Order, the appropriate state or local  
12 governmental officials or agents shall forgo the collection of any such tax or governmental  
13 assessment and accept for filing and recordation any of the foregoing instruments or other  
14 documents pursuant to such transfers of property without the payment of any such tax,  
15 recordation fee, or governmental assessment.

16           8.       Pursuant to Federal Rule of Bankruptcy Procedure 3020(c), the Debtor shall  
17 promptly cause to be served notice of entry of this Confirmation Order as provided in Federal  
18 Rule of Bankruptcy Procedure 2002(f) to all creditors, equity security holders and other parties in  
19 interest.

20           9.       The time to assume or reject the Executory Contract between Archer Norris and  
21 NetVoyager Corporation dba NetDocuments (“NetDocuments Contract”) shall be extended to the  
22 Effective Date, and the NetDocuments Contract will not be rejected on the Confirmation Date  
23 notwithstanding language in Plan section 7.1 to the contrary.

24           10.      The failure to reference or discuss any particular provision of the Plan in this  
25 Confirmation Order shall have no effect on the validity, binding effect and enforceability of such  
26 provision, and such provision shall have the same validity, binding effect and enforceability as  
27 every other provision of the Plan, including those referenced in this Confirmation Order.

28           11.      Notwithstanding entry of this Confirmation Order, the Court shall retain

jurisdiction to facilitate performance of the Plan by entering any further necessary order regarding interpretation or enforcement of the Plan and as provided for in Article X of the Plan.

APPROVED AS TO FORM:

BUCHALTER

By: \_\_\_\_\_  
JEANNIE KIM  
Attorneys for Macy's, Inc.

LOCKE LORD LLP

By: \_\_\_\_\_  
MICHAEL B. KIND  
Attorneys for Columbia Casualty Company

UNITED STATES DEPARTMENT OF JUSTICE

By: \_\_\_\_\_  
MARTA VILLACORTA  
Trial Attorney, United States  
Trustee for Region 17

BINDER & MALTER, LLP

By: \_\_\_\_\_  
ROBERT G. HARRIS  
Attorneys for the Official Unsecured  
Creditors' Committee

**##END OF ORDER##**